POINT Meeting: September 18, 1974, 9:00am @ Malvina's Coffee Shop

Present: Huey Johnson, Mike Phillips, Jerry Mander, Nathan Hare, Jan Mirikitani, Lew Durham, Dick Baker, Richard Austin...(Stewart Brand is in Nova Scotia).

Mike: The first item on the agenda is "Arrival Papers". My feeling is that they are due October 31 (the last day of our 3 year term). Jan, Baker Roshi, and Lew can submit "Destination Papers" then.

Huey: Mine will be in the form of an article that I will submit to the Foundation Journal. I think that POINT has done an extraordinary thing.

Mike: Richard (A.) felt that a more condensed version of the Annual Report would be better, limiting it to grant summaries, financial statement, minutes, Arrival & Destination Papers, and any information that each director may wish to have in it. We can save money with a smaller version as the last two cost a fair amount and we still have most of them left.

Lew: I suggest that we could just assemble a complete one and make it available to anyone who wanted to pay to have it printed or xeroxed.

Mike: Agenda item #2 (possible new foundation) stems from New Games Tournament which created some problems(almost a lawsuit over wages) and we should consider measures to protect Whole Earth Publications.

Lew: Do we have good liability insurance?

Mike: That may be one step but we have to go beyond.

Huey: As board members we are each liable. The Wall Street Journal (Sept. 17) had an article on the subject of board member liability and New Games Tournament gave us a good example of the possibilities. Thanks to Mike's strong leadership we've been able to take risks and come out OK --- "We've had our feet close to the Fire but we've been able to adjust to the heat."

Mike: What is the solution? I don't think that the CQ is a-priori a tax-exempt operation no more than I feel the National Geographic should be (even tho it is!). We could consider the possibility of CQ as a private company which we buy stock in.

Huey: Establishing a supporting foundation is another possibility making the "Grey Area" enterprises directly liable for their activities and this protects the parent.

Lew: Regional Young Adults is a conduit for foundation money. It provides a buffer zone so to speak. It's an example.

Dick: The Zen Work Company, in as much as the workers come from Zen Center, is not free and clear from Zen Center even tho it is legally set up to be independent.

Mike: We would have to make the separate entity very visible as a separate organization.

Lew: We need an attorney and a good insurance agent (Werner Hebinstridt) to sit in on a conversation like this. I'll offer to do some work on this.

Huey: I feel it is graduation time. POINT was one thing and now it's time for something new. A new structure with a new board.

Lew: With all the Epilog stuff left I think Mike should remain on as Treasurer until such time as it's cleared up.

Board: Approved of Lew's suggestion re Mike remaining as Treasurer until such time as the Epilog business is cleared up.

Mike: The next agenda item is the Epilog loan.

Dick: I understand that the New York publishers are going wild over the POINT/Penguin contract being published openly, with its low rates.

Mike: About the Epilog --- Of the $4.00 retail price the booksellers get $1.85. Penguin gets 19½% of the remaining $2.15. We save 8% (18¢ per copy or about 180k) just for doing the printing. We need about 200k by the end of November and I think I can get 70k from Random House. Richard (A.) has secured a preliminary offer of 150k and it's possible with this endorsement that we can get what we need from Bank of Marin.

Mike (cont.): Our first printing will be 385,000 copies and advance orders are up to 340,000.
Huey is also helping to raise the money (in return for a special favor a bit earlier this year.)
New board members? There will be no money for a year. I feel that a 4 member boardcould work together until there is money to spend. They can decide what to do until then.

Dick: So does that time count on our term? We surly should do something before our succeeding board comes in.

Huey: There is also the question of the unspent discretionary funds. We should have a chance to use them.

Mike: I have waived the remainder of my funds as did Stewart who also waived the rest of the Soft War funds.

Dick: Are we legally liable for grants promised and not paid? I was thinking of the Black Panther school grant I offered but we couldn't make due to lack of money.

Mike: We only have one national precedent and it didn't go to court.

Huey: I feel that there should be 6 on the board so on that point I disagree with Michael.

Jerry: I don't care one way or the other. I think it's up to the new members.

Mike: We also need to hire a bookkeeper by November 1st as Lois' 3 years are up. We pay her $400 per month.

Jerry: I think we might want to keep her on.

Mike: No, we have all agreed to three years. Staff can run a board.

Nathan: I feel we need a full board just to keep the morale up and the concept going.

Jerry: Huey and I can get together and draw up our list of potential board members and have them for the next meeting.

Dick: It seems that we'll be dealing with old business for awhile and also why have a new board until money is available.

Mike: I think mid or late October is a good time for our next meeting. I'll choose an Elijah.

Huey: Maybe Jerry and I can find an Elijah who might be a potential board member.

Jerry: I'd like to nominate Joanna Leary as my worst grant --- watch the news as Tim is spilling everything in Chicago. Not certain who Joanna is connected to.

Huey: I want #5 (discretionary funds) on the agenda settled before we go today.

Mike: What about Dick and Nathan who both have money left.

Huey: Let's make it a package for the three of us.

The Board agreed that when funds are available that Huey gets $8,561.53, Nathan gets $12,000, and Dick gets $9,965.79 to grant.

Meeting ajourned. Tentative date for the next meeting is either October 14 or 15.

Peacefully & Joyfully submitted,

Richard

Richard Austin